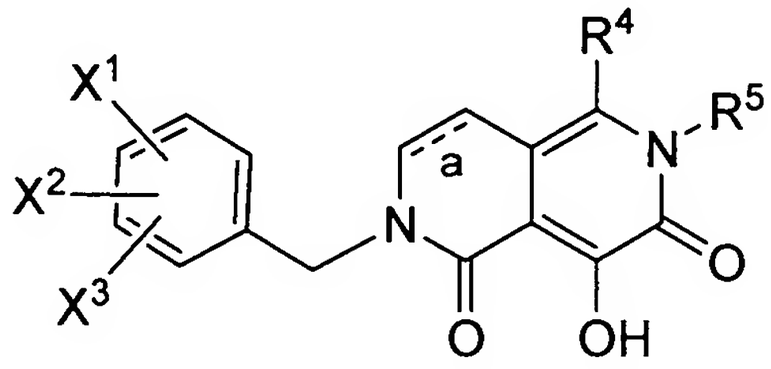
IN THE CLAIMS

The listing of the claims which follows replaces any and all prior versions and/or listings of the claims in the application.

1. (currently amended) A compound according to claim 20, which is a compound of Formula II, or a pharmaceutically acceptable salt thereof:



(II),

wherein:

bond " $\overset{a}{=\!=\!=}$ " in the ring is a single bond or a double bond;

X^1 and X^2 are each independently:

(1) -H,
(2) -C_{1-6} alkyl,
(3) -OH
(4) -O-C_{1-6} alkyl,
(5) -C_{1-6} haloalkyl,
(6) -O-C_{1-6} haloalkyl,
(7) halogen,
(8) -CN,
(9) -$N(R^a)R^b$,
(10) -$C(=O)N(R^a)R^b$,
(11) -SR^a,
(12) -$S(O)R^a$,
(13) SO_2R^a,
(14) -$N(R^a)SO_2R^b$,
(15) -$N(R^a)SO_2N(R^a)R^b$,
(16) -$N(R^a)C(=O)R^b$,
(17) -$N(R^a)C(=O)$-$C(=O)N(R^a)R^b$,
(18) -HetA,
(19) -C(=O)-HetA, or
(20) HetB;

wherein each HetA is independently a C_{4-5} azacycloalkyl or a C_{3-4} diazacycloalkyl, either of which is optionally substituted with 1 or 2 substituents each of which is independently oxo or C_{1-6} alkyl; and with the proviso that when HetA is attached to the rest of the compound via the -C(=O)- moiety, the HetA is attached to the -C(=O)- via a ring N atom; and

each HetB is independently a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein the heteroaromatic ring is optionally substituted with from 1 to 4 substituents each of which is independently halogen, -C_{1-6} alkyl, -C_{1-6} haloalkyl, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, or hydroxy;

or alternatively X^1 and X^2 are respectively located on adjacent carbons in the phenyl ring and together form methylenedioxy or ethylenedioxy;

X^3 is:

(1) -H,
(2) -C_{1-6} alkyl,
(3) -O-C_{1-6} alkyl,
(4) -C_{1-6} haloalkyl,
(5) -O-C_{1-6} haloalkyl, or
(6) halogen;

R^4 is:

(1) -C_{1-6} alkyl,
(2) -CO_2R^a,
(3) -$C(=O)N(R^a)R^b$,
(4) -$C(=O)$-$N(R^a)$-$(CH_2)_{2-3}$-OR^b,
(5) -$N(R^a)C(=O)R^b$,
(6) -$N(R^a)SO_2R^b$,
(7) -C_{3-6} cycloalkyl, which is optionally substituted with from 1 to 4 substituents each of which is independently halogen, -C_{1-6} alkyl, -CF_3, -O-C_{1-6} alkyl, or -OCF_3,
(8) -HetK,
(9) -C(=O)-HetK,
(10) -$C(=O)N(R^a)$-HetK,

(11) -C(=O)N(R^a)-(CH_2)$_{0-2}$-(C_{3-6} cycloalkyl), wherein the cycloalkyl is optionally substituted with from 1 to 4 substituents each of which is independently halogen, -C_{1-6} alkyl, -CF_3, -O-C_{1-6} alkyl, or -OCF_3, or

(12) -C(=O)N(R^a)-CH_2-phenyl, wherein the phenyl is optionally substituted with from 1 to 4 substituents each of which is independently -C_{1-6} alkyl, -O-C_{1-6} alkyl, -CF_3, -OCF_3, or halogen;

(13) -HetL,

(14) -C(=O)N(R^a)R^c, or

(15) halogen;

wherein HetK is a 5- or 6-membered saturated heterocyclic ring containing a total of from 1 to 4 heteroatoms independently selected from 1 to 4 N atoms, from 0 to 2 O atoms, and from 0 to 2 S atoms, wherein the heterocyclic ring is optionally substituted with (i) from 1 to 4 substituents each of which is independently -C_{1-6} alkyl, oxo, halogen, -C(=O)N(R^a)R^b, -C(=O)C(=O)N(R^a)R^b, -C(=O)R^a, -CO_2R^a, -SO_2R^a, or -SO_2N(R^a)R^b and (ii) from zero to 1 C_{3-6} cycloalkyl; and with the proviso that when HetK is attached to the rest of the compound via the -C(=O)- moiety, the HetK is attached to the -C(=O)- via a ring N atom;

wherein HetL is a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein the heteroaromatic ring is optionally substituted with from 1 to 4 substituents each of which is independently -C_{1-6} alkyl or -OH;

R^5 is:

(1) -H,

(2) -C_{1-6} alkyl,

(3) -C_{3-6} cycloalkyl,

(4) -(CH_2)$_{1-2}$-C_{3-6} cycloalkyl,

(5) -CH_2-phenyl wherein the phenyl is optionally substituted with from 1 to 4 substituents each of which is indepedently halogen, C_{1-6} alkyl, C_{1-6} haloalkyl, -O-C_{1-6} alkyl, or -O-C_{1-6} haloalkyl,

(6) -(CH_2)$_{1-2}$-HetD, wherein HetD is a 4- to 7-membered saturated heterocyclic ring containing from 1 to 2 heteroatoms independently selected from 1 to 2 N atoms, from zero to 1 O atom and from zero to 1 S atom, wherein the heterocyclic ring is attached to the rest of the molecule via a ring N atom, and the heterocyclic ring is optionally substituted with from 1 to 4 substituents each of which is independently

-C_{1-6} alkyl, -C_{1-6} haloalkyl, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, oxo, -C(=O)N(R^a)R^b, -C(=O)R^a, -CO_2R^a, -SO_2R^a, or -SO_2N(R^a)R^b,

(7) phenyl which is optionally substituted with from 1 to 4 substituents each of which is independently -C_{1-6} alkyl, -O-C_{1-6} alkyl, -C_{1-6} haloalkyl, -O-C_{1-6} haloalkyl, -OH, halogen, -CN, -NO_2, -C(=O)R^a, -CO_2R^a, -SO_2R^a, -N(R^a)C(=O)-C_{1-6} haloalkyl, -N(R^a)C(=O)R^b, -N(R^a)C(=O)N(R^a)R^b, -N(R^a)CO_2R^b, -N(R^a)SO_2R^b, -C(=O)N(R^d)R^e, or -SO_2N(R^d)R^e;

(8) a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein the heteroaromatic ring is optionally substituted with from 1 to 4 substituents each of which is independently -C_{1-6} alkyl, -C_{1-6} haloalkyl, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, or -OH,

(9) C_{1-6} alkyl substituted with -O-C_{1-6} alkyl, -CN, -N(R^a)R^b, -C(=O)N(R^a)R^b, -C(=O)R^a, -CO_2R^a, -SO_2R^a, or -SO_2N(R^a)R^b, or

(10) -C_{1-6} haloalkyl;

each R^a is independently H or C_{1-6} alkyl;

each R^b is independently H or C_{1-6} alkyl;

R^c is C_{1-6} haloalkyl or C_{1-6} alkyl substituted with -CO_2R^a, -SO_2R^a, -SO_2N(R^a)R^b, or N(R^a)R^b; and

each R^d and R^e are independently H or C_{1-6} alkyl, or together with the N atom to which they are attached form a 4- to 7-membered saturated heterocyclic ring optionally containing a heteroatom in addition to the nitrogen attached to R^d and R^e selected from N, O, and S, wherein the S is optionally oxidized to S(O) or $S(O)_2$, and wherein the saturated heterocyclic ring is optionally substituted with from 1 to 4 substituents each of which is independently halogen, -CN, -C_{1-6} alkyl, -OH, oxo, -O-C_{1-6} alkyl, -C_{1-6} haloalkyl, -C(=O)R^a, -CO_2R^a, -SO_2R^a, or -SO_2N(R^a)R^b.

2. (original) The compound according to claim 1, or a pharmaceutically acceptable salt thereof, wherein:

bond " $\overset{a}{=\!=\!=}$ " in the ring is a single bond;

X^1 and X^2 are each independently:

(1) -H,

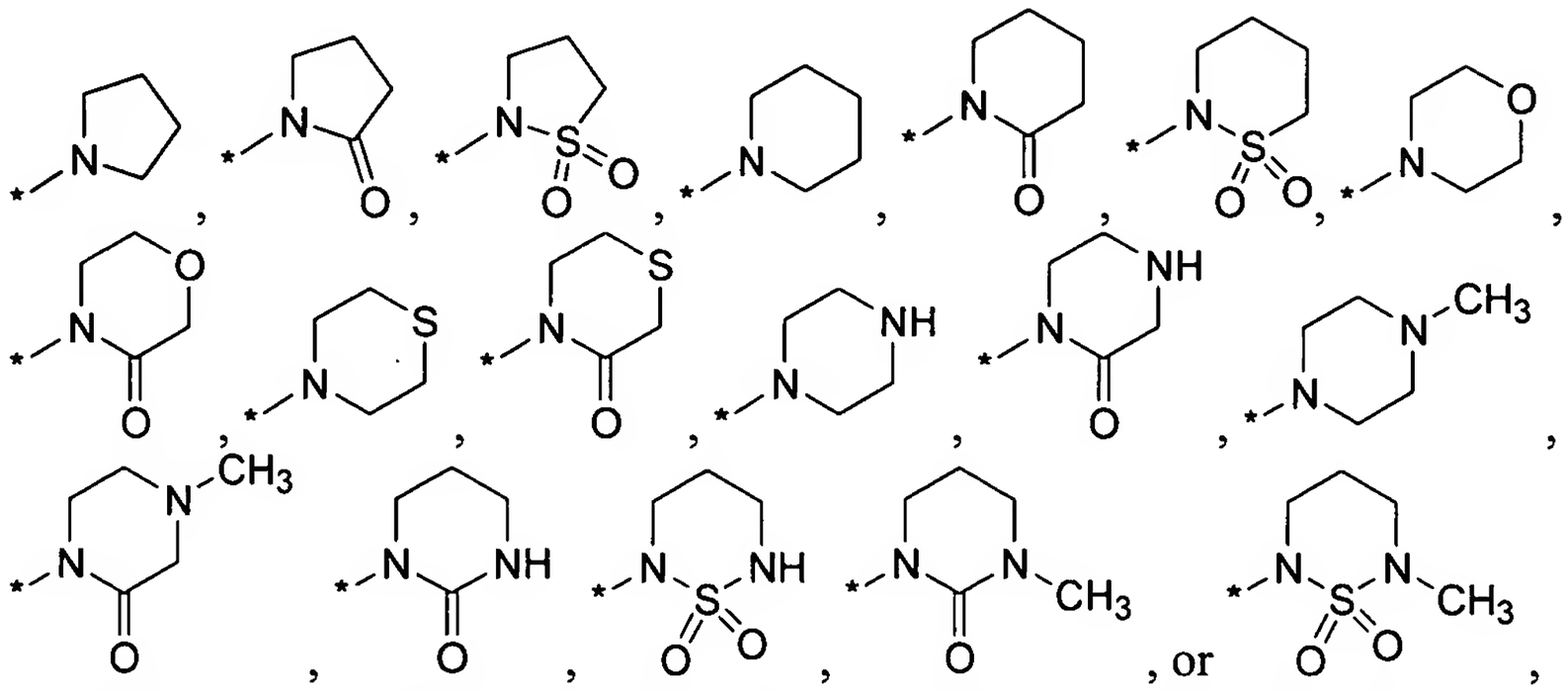
(2) -C_{1-4} alkyl,
(3) -C_{1-4} haloalkyl,
(4) -OH,
(5) -O-C_{1-4} alkyl,
(6) halogen,
(7) -CN,
(8) -$C(=O)NH_2$,
(9) -$C(=O)NH(-C_{1-4}$ alkyl),
(10) -$C(=O)N(-C_{1-4}$ alkyl$)_2$, or
(11) -SO_2-C_{1-4} alkyl;

or alternatively X^1 and X^2 are respectively located on adjacent carbons in the phenyl ring and together form methylenedioxy or ethylenedioxy;

X^3 is -H, halogen, -C_{1-4} alkyl, or -O-C_{1-4} alkyl;

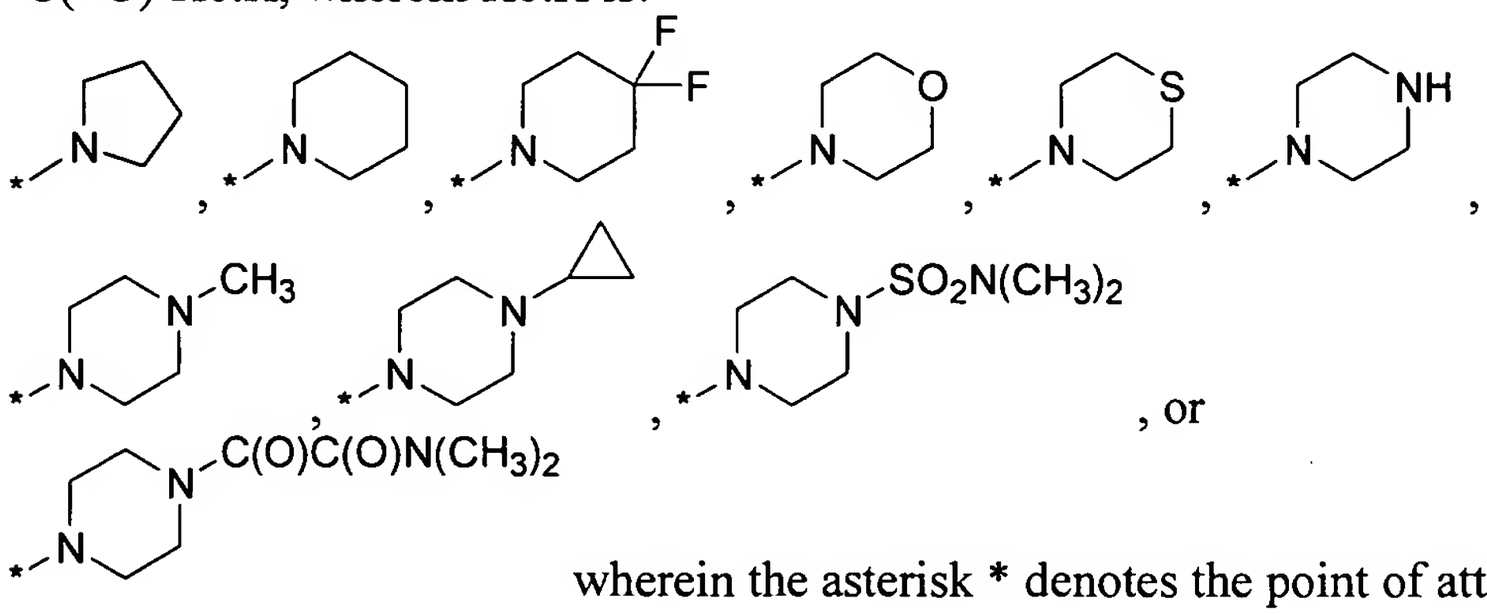
R^4 is:

(1) -C_{1-4} alkyl,
(2) -CO_2H,
(3) -$C(=O)$-O-C_{1-4} alkyl,
(4) -$C(=O)NH_2$,
(5) -$C(=O)NH$-C_{1-5} alkyl,
(6) -$C(=O)N(C_{1-4}$ alkyl$)_2$,
(7) -$C(=O)$-NH-$(CH_2)_{2-3}$-O-C_{1-4} alkyl,
(8) -$C(=O)$-$N(C_{1-4}$ alkyl$)$-$(CH_2)_{2-3}$-O-C_{1-4} alkyl,
(9) -$NHC(=O)$-C_{1-4} alkyl,
(10) -$N(C_{1-4}$ alkyl$)C(=O)$-C_{1-4} alkyl,
(11) -$NHSO_2$-C_{1-4} alkyl,
(12) -$N(C_{1-4}$ alkyl$)SO_2$-C_{1-4} alkyl,
(13) -C_{3-6} cycloalkyl,
(14) -HetK wherein HetK is:



wherein the asterisk * denotes the point of attachment to the rest of the compound,

(15) -C(=O)-HetK, wherein HetK is:



wherein the asterisk * denotes the point of attachment to the rest of the compound,

(16) -C(=O)NH-HetK or -C(=O)N(C_{1-4} alkyl)-HetK, wherein HetK is a saturated heterocyclic selected from the group consisting of pyrrolidinyl, piperidinyl, piperazinyl, morpholinyl, and thiomorpholinyl, wherein the saturated heterocyclic is optionally substituted with from 1 to 2 substituents each of which is independently -C_{1-4} alkyl, SO_2-C_{1-4} alkyl, or -$SO_2N(C_{1-4}$ alkyl$)_2$,

(17) -C(=O)NH-$(CH_2)_{0-1}$-(C_{3-6} cycloalkyl),

(18) -C(=O)N(C_{1-4} alkyl)-$(CH_2)_{0-1}$-(C_{3-6} cycloalkyl),

(19) -C(=O)NH-CH_2-phenyl, wherein the phenyl is optionally substituted with 1 or 2 substituents each of which is independently halogen, -C_{1-4} alkyl, -CF_3,-O-C_{1-4} alkyl, or -OCF_3,

(20) -C(=O)N(C_{1-4} alkyl)-CH_2-phenyl, wherein the phenyl is optionally substituted with 1 or 2 substituents each of which is independently halogen, -C_{1-4} alkyl, -CF_3, -O-C_{1-4} alkyl, or -OCF_3,

(21) -HetL, wherein HetL is a heteroaromatic ring which is pyrrolyl, thienyl, furanyl, imidazolyl, oxazolyl, thiazolyl, isoxazolyl, isothiazolyl, pyrazolyl, triazolyl, tetrazolyl, oxadiazolyl, pyridinyl, pyrimidinyl, or pyrazinyl, wherein the

heteroaromatic ring is optionally substituted with from 1 to 4 substituents each of which is independently halogen or -C_{1-4} alkyl,

(22) -C(O)N(H)-C_{1-4} haloalkyl,

(23) -C(O)N(C_{1-4} alkyl)-C_{1-4} haloalkyl,

(24) -C(O)N(H)-$(CH_2)_{1-2}SO_2$-C_{1-4} alkyl,

(25) -C(O)N(C_{1-4} alkyl)-$(CH_2)_{1-2}SO_2$-C_{1-4} alkyl,

(26) -C(O)N(H)-$(CH_2)_{1-2}N(C_{1-4}$ alkyl$)_2$,

(27) -C(O)N(C_{1-4} alkyl)-$(CH_2)_{1-2}N(C_{1-4}$ alkyl$)_2$, or

(28) -Cl or -Br; and

R^5 is:

(1) -H,

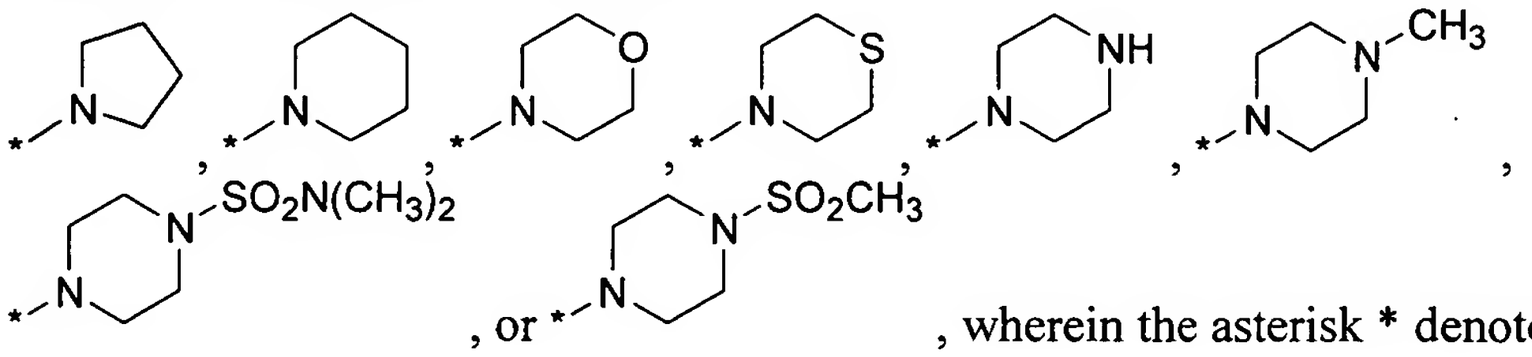
(2) -C_{1-4} alkyl,

(3) -C_{3-6} cycloalkyl,

(4) -CH_2-C_{3-6} cycloalkyl,

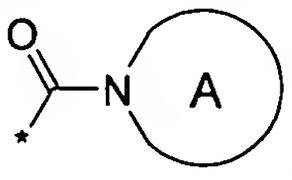
(5) -CH_2-phenyl, wherein the phenyl is optionally substituted with from 1 to 3 substituents each of which is independently halogen, -C_{1-4} alkyl, -CF_3,-O-C_{1-4} alkyl, or -OCF_3,

(6) -$(CH_2)_{1-2}$-HetD, wherein HetD is:

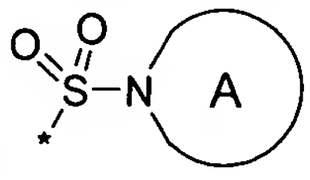


, wherein the asterisk * denotes the point of attachment to the rest of the compound,

(7) phenyl which is optionally substituted with -C_{1-4} alkyl, -O-C_{1-4} alkyl, -CF_3, -OCF_3, halogen, -CN, -NO_2, -C(=O)-C_{1-4} alkyl, -C(=O)-O-C_{1-4} alkyl, -$C(O)NH_2$, -C(O)N(H)-C_{1-4} alkyl, -C(O)N(C_{1-4} alkyl$)_2$, -SO_2-C_{1-4} alkyl, -SO_2NH_2, -SO_2N(H)-C_{1-4} alkyl, -SO_2N(C_{1-4} alkyl$)_2$, -N(H)C(=O)-C_{1-4} alkyl, -N(C_{1-4} alkyl)C(=O)-C_{1-4} alkyl, -N(H)C(=O)-CF_3, -N(C_{1-4} alkyl)C(=O)-CF_3, -N(H)C(=O)N(H)C_{1-4} alkyl, -N(C_{1-4} alkyl)C(=O)N(H)C_{1-4} alkyl, -N(H)C(=O)N(C_{1-4} alkyl$)_2$, -N(C_{1-4} alkyl)C(=O)N(C_{1-4} alkyl$)_2$, -N(H)C(=O)-O-C_{1-4} alkyl, -N(C_{1-4} alkyl)C(=O)-O-C_{1-4} alkyl, -N(H)SO_2-C_{1-4} alkyl, -N(C_{1-4} alkyl)SO_2-C_{1-4} alkyl,



, or



,

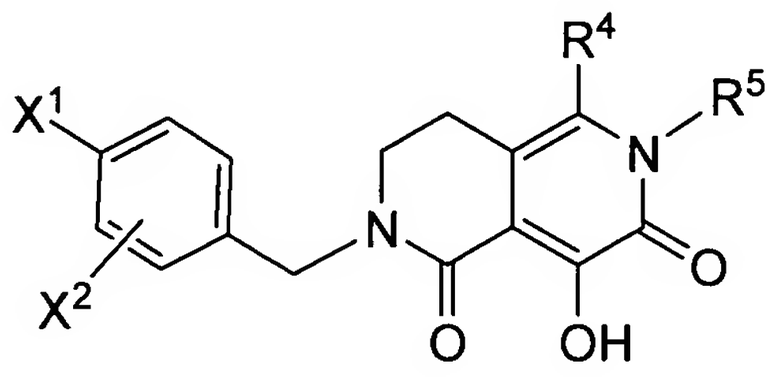
wherein ring A is pyrrolidinyl, piperidinyl, morpholinyl, thiomorpholinyl, or piperazinyl optionally substituted on the other ring nitrogen with methyl or SO_2-CH_3,

(8) a 5- or 6-membered heteroaromatic ring which is pyrrolyl, thienyl, furanyl, imidazolyl, oxazolyl, thiazolyl, isoxazolyl, isothiazolyl, pyrazolyl, triazolyl, tetrazolyl, pyridinyl, pyrimidinyl, or pyrazinyl, wherein the heteroaromatic ring is optionally substituted with from 1 to 2 substituents each of which is independently halogen or -C_{1-4} alkyl,

(9) C_{1-4} alkyl substituted with -O-C_{1-4} alkyl, -CN, -NH_2, -N(H)-C_{1-4} alkyl, -N(C_{1-4} alkyl)$_2$, -C(O)NH_2, -C(O)N(H)-C_{1-4} alkyl, -C(O)N(C_{1-4} alkyl)$_2$, -C(=O)-C_{1-4} alkyl, -C(=O)-O-C_{1-4} alkyl, -SO_2-C_{1-4} alkyl, -SO_2NH_2, -SO_2N(H)-C_{1-4} alkyl, or -SO_2N(C_{1-4} alkyl)$_2$, or

(10) -C_{1-4} fluoroalkyl.

3. (original) The compound according to claim 1, or a pharmaceutically acceptable salt thereof, which is a compound of Formula III:



(III)

wherein:

X^1 is:

(1) -H,
(2) bromo,
(3) chloro,
(4) fluoro, or
(5) methoxy;

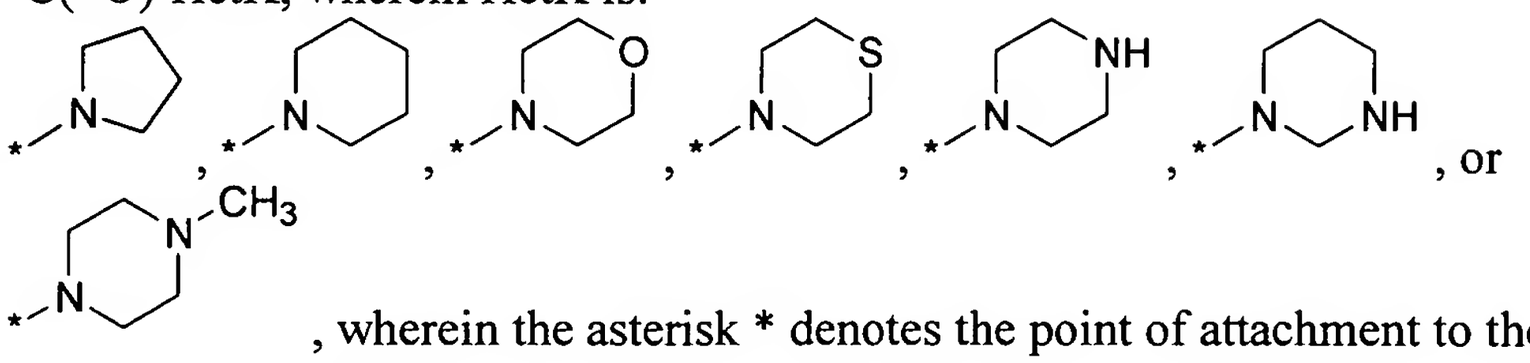
X^2 is:

(1) -H,
(2) bromo,
(3) chloro,
(4) fluoro,

(5) methoxy,
(6) -C_{1-4} alkyl,
(7) -CF_3,
(8) -OCF_3,
(9) -CN, or
(10) -SO_2(C_{1-4} alkyl);

R^4 is:

(1) -CO_2H,
(2) -C(=O)-O-C_{1-4} alkyl,
(3) -$C(=O)NH_2$,
(4) -C(=O)NH-C_{1-4} alkyl,
(5) -C(=O)N(C_{1-4} alkyl)$_2$,
(6) -C(=O)-NH-$(CH_2)_{2-3}$-O-C_{1-4} alkyl,
(7) -C(=O)-N(C_{1-4} alkyl)-$(CH_2)_{2-3}$-O-C_{1-4} alkyl,
(8) -NHC(=O)-C_{1-4} alkyl,
(9) -N(C_{1-4} alkyl)C(=O)-C_{1-4} alkyl,
(10) -$NHSO_2$-C_{1-4} alkyl,
(11) -N(C_{1-4} alkyl)SO_2-C_{1-4} alkyl,
(12) -C(=O)-HetK, wherein HetK is:



, wherein the asterisk * denotes the point of attachment to the rest of the compound,
(13) -C(=O)NH-$(CH_2)_{0-1}$-(C_{3-6} cycloalkyl),
(14) -C(=O)N(C_{1-4} alkyl)-$(CH_2)_{0-1}$-(C_{3-6} cycloalkyl),
(15) -C(=O)NH-CH_2-phenyl, or
(16) -C(=O)N(C_{1-4} alkyl)-CH_2-phenyl; and

R^5 is:

(1) -H,
(2) -C_{1-4} alkyl,
(3) cyclopropyl,
(4) cyclobutyl,

(5) -CH_2-cyclopropyl,

(6) -CH_2-cyclobutyl, or

(7) -CH_2-phenyl.

4. (original) The compound according to claim 3, or a pharmaceutically acceptable salt thereof, wherein R^4 is:

(1) -CO_2H,

(2) -C(=O)-O-C_{1-4} alkyl,

(3) -$C(=O)NH_2$,

(4) -C(=O)NH-C_{1-4} alkyl,

(5) -C(=O)N(C_{1-4} alkyl)$_2$,

(6) -C(=O)-NH-$(CH_2)_{2-3}$-O-C_{1-4} alkyl,

(7) -C(=O)-N(C_{1-4} alkyl)-$(CH_2)_{2-3}$-O-C_{1-4} alkyl,

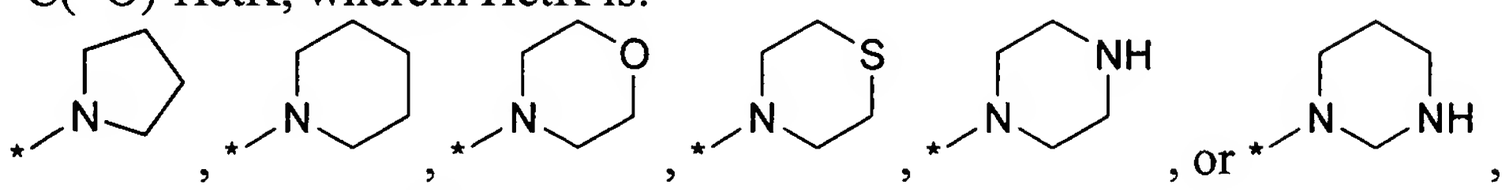
(8) -NHC(=O)-C_{1-4} alkyl,

(9) -N(C_{1-4} alkyl)C(=O)-C_{1-4} alkyl,

(10) -$NHSO_2$-C_{1-4} alkyl,

(11) -N(C_{1-4} alkyl)SO_2-C_{1-4} alkyl,

(12) -C(=O)-HetK, wherein HetK is:



, or , wherein the asterisk * denotes the point of attachment to the rest of the compound,

(13) -C(=O)NH-$(CH_2)_{0-1}$-(C_{3-6} cycloalkyl),

(14) -C(=O)N(C_{1-4} alkyl)-$(CH_2)_{0-1}$-(C_{3-6} cycloalkyl),

(15) -C(=O)NH-CH_2-phenyl, or

(16) -C(=O)N(C_{1-4} alkyl)-CH_2-phenyl.

5. (original) The compound according to claim 3, or a pharmaceutically acceptable salt thereof, wherein R^4 is:

(1) -CO_2H,

(2) -C(=O)-O-C_{1-4} alkyl,

(3) -$C(=O)NH_2$,

(4) -C(=O)NH-C_{1-4} alkyl,

(5) -C(=O)N(C_{1-4} alkyl)$_2$,

(6) -C(=O)-NH-$(CH_2)_{2-3}$-O-C_{1-4} alkyl,

(7) -C(=O)-N(C_{1-4} alkyl)-$(CH_2)_{2-3}$-O-C_{1-4} alkyl,

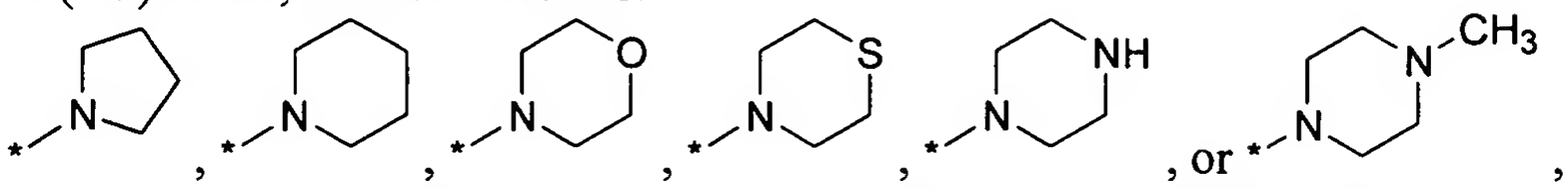
(8) -NHC(=O)-C_{1-4} alkyl,

(9) -N(C_{1-4} alkyl)C(=O)-C_{1-4} alkyl,

(10) -NHSO_2-C_{1-4} alkyl,

(11) -N(C_{1-4} alkyl)SO_2-C_{1-4} alkyl,

(12) -C(=O)-HetK, wherein HetK is:



wherein the asterisk * denotes the point of attachment to the rest of the compound,

(13) -C(=O)NH-$(CH_2)_{0-1}$-(C_{3-6} cycloalkyl),

(14) -C(=O)N(C_{1-4} alkyl)-$(CH_2)_{0-1}$-(C_{3-6} cycloalkyl),

(15) -C(=O)NH-CH_2-phenyl, or

(16) -C(=O)N(C_{1-4} alkyl)-CH_2-phenyl.

6. (original) The compound according to claim 3, or a pharmaceutically acceptable salt thereof, wherein:

X^1 is fluoro;

X^2 is -H or chloro;

R^4 is:

(1) -C(=O)-O-C_{1-3} alkyl,

(2) -C(=O)NH-C_{1-3} alkyl,

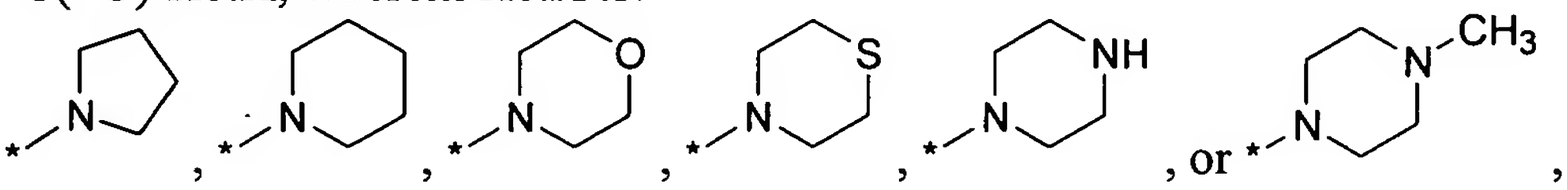
(3) -C(=O)N(C_{1-3} alkyl)$_2$,

(4) -C(=O)-N(C_{1-3} alkyl)-$(CH_2)_2$-O-C_{1-3} alkyl,

(5) -N(C_{1-3} alkyl)C(=O)-C_{1-3} alkyl,

(6) -N(C_{1-3} alkyl)SO_2-C_{1-3} alkyl,

(7) -C(=O)-HetK, wherein HetK is:



wherein the asterisk * denotes the point of attachment to the rest of the compound,

(8) -C(=O)NH-$(CH_2)_{0-1}$-(cyclopropyl),

(9) -C(=O)NH-$(CH_2)_{0-1}$-(cyclobutyl),

(10) -C(=O)N(C_{1-3} alkyl)-$(CH_2)_{0-1}$-cyclopropyl,

(11) -C(=O)N(C_{1-3} alkyl)-$(CH_2)_{0-1}$-cyclobutyl,

(12) -C(=O)NH-CH_2-phenyl, or

(13) -C(=O)N(C_{1-3} alkyl)-CH_2-phenyl; and

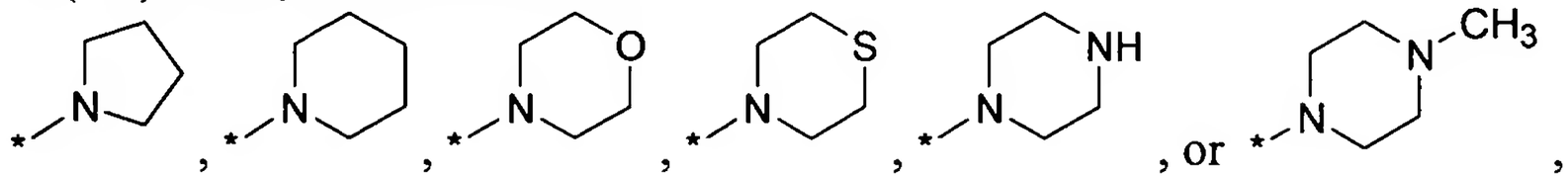
R^5 is -H or -C_{1-4} alkyl.

7. (original) The compound according to claim 6, or a pharmaceutically acceptable salt thereof, wherein:

R^4 is:

(1) -C(=O)N(C_{1-3} alkyl)$_2$,

(2) -C(=O)-HetK, wherein HetK is:



wherein the asterisk * denotes the point of attachment to the rest of the compound,

(3) -C(=O)N(C_{1-3} alkyl)-$(CH_2)_{0-1}$-cyclopropyl, or

(4) -C(=O)N(C_{1-3} alkyl)-$(CH_2)_{0-1}$-cyclobutyl; and

R^5 is -C_{1-4} alkyl.

8. (original) A compound, or a pharmaceutically acceptable salt thereof, selected from the group consisting of:

methyl 6-(4-fluorobenzyl)-4-hydroxy-3, 5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxylate;

6-(4-fluorobenzyl)-4-hydroxy-*N*,*N*-dimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

N-cyclobutyl-6-(4-fluorobenzyl)-4-hydroxy-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

N-cyclopropyl-6-(4-fluorobenzyl)-4-hydroxy-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(4-fluorobenzyl)-4-hydroxy-*N*-isopropyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(4-fluorobenzyl)-4-hydroxy-N-methyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(4-fluorobenzyl)-4-hydroxy-3, 5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxylic acid;

N-[6-(4-fluorobenzyl)-3,4-dihydroxy-5-oxo-5,6,7,8-tetrahydro-2,6-naphthyridin-1-yl]-N-methylmethanesulfonamide;

N-[6-(4-fluorobenzyl)-4-hydroxy-2-methyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridin-1-yl]-N-methylacetamide;

6-(4-fluorobenzyl)-4-hydroxy-*N*, *N*, 2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-2-isopropyl-N,N-dimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-2-isobutyl-N,N-dimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(4-fluorobenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6-tetrahydro-2,6-naphthyridine-1-carboxamide;

N-cyclobutyl-6-(4-fluorobenzyl)-4-hydroxy-2-methyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

N-cyclopropyl-6-(4-fluorobenzyl)-4-hydroxy-2-methyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(4-fluorobenzyl)-4-hydroxy-N-isopropyl-2-methyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(4-fluorobenzyl)-4-hydroxy-2-methyl-3,5-dioxo-N-(2,2,2-trifluoroethyl)-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(4-fluorobenzyl)-4-hydroxy-2-methyl-N-[2-(methylsulfonyl)ethyl]-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

N,6-bis(4-fluorobenzyl)-4-hydroxy-2-methyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

2-(4-fluorobenzyl)-8-hydroxy-6-methyl-5-(piperidin-1-ylcarbonyl)-2,3,4,6-tetrahydro-2,6-naphthyridine-1,7-dione;

6-(4-fluorobenzyl)-4-hydroxy-2-methyl-N-neopentyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

2-(4-fluorobenzyl)-8-hydroxy-5-(thiomorpholin-4-ylcarbonyl)-2,3,4,6-tetrahydro-2,6-naphthyridine-1,7-dione;

2-(4-fluorobenzyl)-8-hydroxy-5-(piperazin-1-ylcarbonyl)-2,3,4,6-tetrahydro-2,6-naphthyridine-1,7-dione;

4-{[6-(4-fluorobenzyl)-4-hydroxy-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridin-1-yl]carbonyl}-N,N-dimethylpiperazine-1-sulfonamide;

2-(4-{[6-(4-fluorobenzyl)-4-hydroxy-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridin-1-yl]carbonyl}piperazin-1-yl)-N,N-dimethyl-2-oxoacetamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-2-isobutyl-N-methyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-N,N-diethyl-4-hydroxy-2-methyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

2-(3-chloro-4-fluorobenzyl)-8-hydroxy-6-methyl-5-[(4-methylpiperazin-4-yl)carbonyl]-2,3,4,6-tetrahydro-2,6-naphthyridine-1,7-dione;

2-(3-chloro-4-fluorobenzyl)-8-hydroxy-6-methyl-5-(thiomorpholin-4-ylcarbonyl)-2,3,4,6-tetrahydro-2,6-naphthyridine-1,7-dione;

2-(3-chloro-4-fluorobenzyl)-8-hydroxy-6-methyl-5-(piperidin-1-ylcarbonyl)-2,3,4,6-tetrahydro-2,6-naphthyridine-1,7-dione;

6-(3-chloro-4-fluorobenzyl)-N-(cyclopropylmethyl)-4-hydroxy-2-methyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-N-cyclopropyl-4-hydroxy-2-methyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-N-ethyl-4-hydroxy-N,2-dimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N-isopropyl-N,2-dimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

2-(3-chloro-4-fluorobenzyl)-5-[(4,4-difluoropiperidin-1-yl)carbonyl]-8-hydroxy-6-methyl-2,3,4,6-tetrahydro-2,6-naphthyridine-1,7-dione;

2-(3-chloro-4-fluorobenzyl)-8-hydroxy-6-methyl-5-(morpholin-4-ylcarbonyl)-2,3,4,6-tetrahydro-2,6-naphthyridine-1,7-dione;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,2-dimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

2-(3-chloro-4-fluorobenzyl)-8-hydroxy-6-methyl-5-[(4-cyclopropylpiperazin-4-yl)carbonyl]-2,3,4,6-tetrahydro-2,6-naphthyridine-1,7-dione;

N,N-diethyl-6-(4-fluorobenzyl)-4-hydroxy-2-methyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

N-[2-(dimethylamino)ethyl]-6-(4-fluorobenzyl)-4-hydroxy-N,2-dimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(4-fluorobenzyl)-4-hydroxy-N,2-dimethyl-N-(1-methylpiperidin-4-yl)-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

N,6-bis(4-fluorobenzyl)-4-hydroxy-N,2-dimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

N,N-diethyl-6-(4-fluorobenzyl)-3,4-dihydroxy-5-oxo-5,6,7,8-tetrahydro-2,6-naphthyridine-1-carboxamide;

6-(4-fluorobenzyl)-3,4-dihydroxy-N-isobutyl-N-methyl-5-oxo-5,6,7,8-tetrahydro-2,6-naphthyridine-1-carboxamide;

N-ethyl-6-(4-fluorobenzyl)-3,4-dihydroxy-N-methyl-5-oxo-5,6,7,8-tetrahydro-2,6-naphthyridine-1-carboxamide;

6-(4-fluorobenzyl)-3,4-dihydroxy-N-methyl-5-oxo-N-propyl-5,6,7,8-tetrahydro-2,6-naphthyridine-1-carboxamide;

6-(4-fluorobenzyl)-3,4-dihydroxy-N-isopropyl-N-methyl-5-oxo-5,6,7,8-tetrahydro-2,6-naphthyridine-1-carboxamide;

2-(4-fluorobenzyl)-7,8-dihydroxy-5-(pyrrolidin-1-ylcarbonyl)-3,4-dihydro-2,6-naphthyridin-1(2H)-one;

2-(4-fluorobenzyl)-7,8-dihydroxy-5-(morpholin-4-ylcarbonyl)-3,4-dihydro-2,6-naphthyridin-1(2H)-one;

4-hydroxy-N,N,2-trimethyl-3,5-dioxo-6-[3-(trifluoromethyl)benzyl]-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

4-hydroxy-N,N,2-trimethyl-3,5-dioxo-6-[4-fluoro-3-(trifluoromethyl)benzyl]-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(1,3-benzodioxol-4-ylmethyl)-4-hydroxy-*N*,*N*,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(1,3-benzodioxol-5-ylmethyl)-4-hydroxy-*N*,*N*,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

4-hydroxy-6-(2-methoxybenzyl)-*N*,*N*,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

4-hydroxy-6-(3-methoxybenzyl)-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

4-hydroxy-6-(3-methylbenzyl)-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3,4-dimethylbenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(2,3-dichlorobenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(2,4-difluorobenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

4-hydroxy-N,N,2-trimethyl-3,5-dioxo-6-[3-(trifluoromethoxy)benzyl]-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-fluorobenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(4-fluoro-3-methylbenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(2-bromo-3-chloro-4-fluorobenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

4-hydroxy-6-(2-methylbenzyl)-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(2-fluorobenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

4-hydroxy-6-(4-methylbenzyl)-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(4-chlorobenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

4-hydroxy-6-(4-methoxybenzyl)-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3,5-dichlorobenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3,4-dichlorobenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3,5-difluorobenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3,5-dimethoxybenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-methylbenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-fluoro-4-methylbenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(2,5-difluorobenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-2-fluorobenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(4-chloro-2-fluorobenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(5-chloro-2-fluorobenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(2-fluoro-3-methylbenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(5-fluoro-2-methylbenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3,5-dimethylbenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

4-hydroxy-6-(4-hydroxybenzyl)-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(2,3-dihydro-1,4-benzodioxin-6-ylmethyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(4-fluoro-3-methoxybenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-methoxybenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(4-chloro-3-methylbenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3,4-difluorobenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(2-chloro-4-fluorobenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chlorobenzyl)-4-hydroxy-N,N,2-trimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

8-hydroxy-2-(4-methoxybenzyl)-6-methyl-5-(pyrrolidin-1-ylcarbonyl)-2,3,4,6-tetrahydro-2,6-naphthyridine-1,7-dione;

4-hydroxy-6-(4-methoxybenzyl)-N,2-dimethyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

methyl 6-(1,3-benzodioxol-5-ylmethyl)-4-hydroxy-2-methyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxylate;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-(4-methylphenyl)-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-phenyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-(3-thienyl)-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-pyridin-3-yl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-{4-[methoxycarbonyl]-phenyl}-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-[4-(amino)carbonyl-phenyl]-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-{4-[(methylamino)carbonyl]-phenyl}-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-{4-[(ethylamino)carbonyl]-phenyl}-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-{4-[(isopropylamino)carbonyl]-phenyl}-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-{4-[(dimethylamino)carbonyl]-phenyl}-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-{4-[(diethylamino)carbonyl]-phenyl}-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-{3-[(dimethylamino)carbonyl]-phenyl}-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-(4-nitrophenyl)-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-[4-(acetylamino)phenyl]-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-[4-(acetylmethylamino)phenyl]-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-[4-methyl(trifluoroacetyl)-aminophenyl]-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-{4-[(methylaminocarbonyl)-methylamino]phenyl}-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-{4-[(dimethylaminocarbonyl)-methylamino]phenyl}-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-{4-[(methoxycarbonyl)-amino]phenyl}-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-{4-[(methoxycarbonyl)methyl-amino]phenyl}-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-{4-[(methylsulfonyl)-amino]phenyl}-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-Chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-{4-[methyl(methyl-sulfonyl)amino]phenyl}-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-[4-(aminosulfonyl)phenyl]-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-[4-(methylaminosulfonyl)-phenyl]-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-[4-(morpholin-4-ylsulfonyl)-phenyl]-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-[4-(methylsulfonyl)-phenyl]-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-(3-cyanophenyl)-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-(4-cyanophenyl)-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-(4-acetylphenyl)-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-Chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-(cyanomethyl)-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-(1-cyanoethyl)-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-(2-amino-2-oxoethyl)-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-(2-amino-1-methyl-2-oxoethyl)-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-(cyclopropylmethyl)-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-(cyclobutylmethyl)-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-(cyclohexylmethyl)-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-(2-methoxyethyl)-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-(2,2,2-trifluoroethyl)-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-benzyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-(4-fluorobenzyl)-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-(3-chloro-4-fluorobenzyl)-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-(2-pyrrolidin-1-ylethyl)-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-(2-morpholin-4-ylethyl)-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-(2-aminoethyl)-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-isopropyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(4-fluorobenzyl)-4-hydroxy-N,N-dimethyl-2-isobutyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(5-chloro-4-fluoro-2-iodobenzyl)-4-hydroxy-N,N-dimethyl-2-isopropyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

6-(5-chloro-4-Fluoro-2-iodobenzyl)-4-hydroxy-N,N-dimethyl-2-isobutyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridine-1-carboxamide;

N-[6-(3-chloro-4-fluorobenzyl)-4-hydroxy-2-methyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridin-1-yl]-N-methylmethanesulfonamide;

N-[6-(3-chloro-4-fluorobenzyl)-4-hydroxy-2-methyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridin-1-yl]-N-methylethanesulfonamide;

N-[6-(3-chloro-4-fluorobenzyl)-4-hydroxy-2-isobutyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridin-1-yl]-N-methylmethanesulfonamide;

N-[6-(3-chloro-4-fluorobenzyl)-4-hydroxy-2-isobutyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridin-1-yl]-N-ethylmethanesulfonamide;

6-(3-chloro-4-fluorobenzyl)-4-hydroxy-2-methyl-3,5-dioxo-2,3,5,6,7,8-hexahydro-2,6-naphthyridin-1-ylnitrile;

2-(3-chloro-4-fluorobenzyl)-8-hydroxy-6-methyl-5-(5-methyl-1,3,4-oxadiazol-2-yl)-2,3,4,6-tetrahydro-2,6-naphthyridine-1,7-dione;

5-bromo-2-(3-chloro-4-fluorobenzyl)-8-hydroxy-2,3,4,6-tetrahydro-2,6-naphthyridine-1,7-dione;

5-bromo-2-(3-chloro-4-fluorobenzyl)-8-hydroxy-6-methyl-2,3,4,6-tetrahydro-2,6-naphthyridine-1,7-dione;

2-(3-chloro-4-fluorobenzyl)-8-hydroxy-2,3,4,6-tetrahydro-2,6-naphthyridine-1,7-dione;

2-(3-chloro-4-fluorobenzyl)-8-hydroxy-6-methyl-2,3,4,6-tetrahydro-2,6-naphthyridine-1,7-dione;

2-(3-chloro-4-fluorobenzyl)-5-ethyl-8-hydroxy-6-methyl-2,3,4,6-tetrahydro-2,6-naphthyridine-1,7-dione

2-(3-chloro-4-fluorobenzyl)-5-cyclopropyl-8-hydroxy-6-methyl-2,3,4,6-tetrahydro-2,6-naphthyridine-1,7-dione;

2-(3-chloro-4-fluorobenzyl)-8-hydroxy-6-methyl-5-pyridin-3-yl-2,3,4,6-tetrahydro-2,6-naphthyridine-1,7-dione;

2-(3-chloro-4-fluorobenzyl)-8-hydroxy-6-methyl-5-pyridin-4-yl-2,3,4,6-tetrahydro-2,6-naphthyridine-1,7-dione; and

2-(3-chloro-4-fluorobenzyl)-8-hydroxy-6-methyl-5-(2-furyl)-2,3,4,6-tetrahydro-2,6-naphthyridine-1,7-dione.

9. (currently amended) A pharmaceutical composition comprising an effective amount of a compound according to claim 20, ~~any one of claims 1 to 8,~~ or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable carrier.

10. (currently amended) A method of inhibiting HIV integrase in a subject in need thereof which comprises administering to the subject an effective amount of the compound according to claim 20, ~~any one of claims 1 to 8,~~ or a pharmaceutically acceptable salt thereof.

11. (currently amended) A method for preventing or treating infection by HIV or for preventing, treating or delaying the onset of AIDS in a subject in need thereof which comprises administering to the subject an effective amount of the compound according to claim 20, ~~any one of claims 1 to 8,~~ or a pharmaceutically acceptable salt thereof.

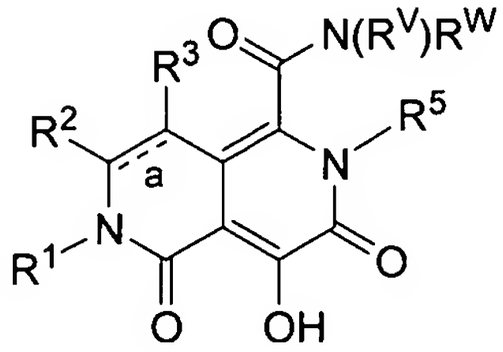
12. (canceled)

13. (canceled)

14. (canceled)

15. (canceled)

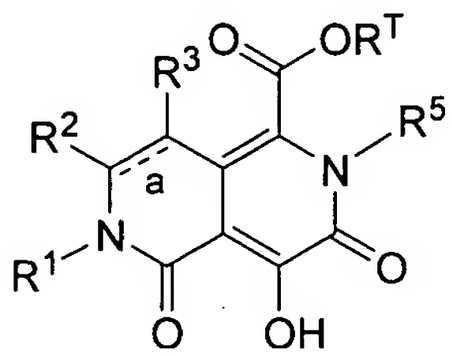
16. (original) A process for preparing a compound of Formula IV:



(IV),

which comprises:

(B) contacting a compound of Formula V:



(V)

with a Grignard salt of an amine of Formula VI:

$HN(R^V)R^W$ (VI)

to obtain Compound IV; wherein:

bond " $\overset{a}{=\!=\!=}$ " in the ring is a single bond or a double bond;

R^1 is -C_{1-6} alkyl substituted with R^J, wherein R^J is:

(A) aryl or aryl fused to a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein the aryl or fused aryl is:

(a) optionally substituted with from 1 to 5 substituents each of which is independently:

(1) -C_{1-6} alkyl,

(2) -C_{1-6} alkyl substituted with -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, -NO_2, -$N(R^a)R^b$, or -$S(O)_nR^a$,

(3) -C_{1-6} haloalkyl,

(4) -O-C_{1-6} alkyl,

(5) halogen,

(6) $C(=O)N(R^a)R^b$, or

(7) -SO_2R^a, and

(b) optionally substituted with 1 or 2 substituents each of which is independently:

(1) phenyl,

(2) benzyl, or

(3) -HetB;

wherein each HetB is a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein the heteroaromatic ring is optionally substituted with from 1 to 4 substituents each of which is independently halogen, -C_{1-6} alkyl, -C_{1-6} haloalkyl, -O-C_{1-6} alkyl, or -O-C_{1-6} haloalkyl; or

(B) a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S; wherein the heteroaromatic ring is

(i) optionally substituted with from 1 to 4 substituents each of which is independently halogen, -C_{1-6} alkyl, -C_{1-6} haloalkyl, -O-C_{1-6} alkyl, or -O-C_{1-6} haloalkyl, and

(ii) optionally substituted with 1 or 2 substituents each of which is independently aryl or -C_{1-6} alkyl substituted with aryl;

R^2 and R^3 are each independently -H or -C_{1-6} alkyl;

R^5 is:

(1) -C_{1-6} alkyl,

(2) -C_{3-8} cycloalkyl optionally substituted with from 1 to 4 substituents each of which is independently -C_{1-6} alkyl or -O-C_{1-6} alkyl,

(3) -C_{1-6} alkyl substituted with C_{3-8} cycloalkyl, wherein the cycloalkyl is optionally substituted with from 1 to 4 substituents each of which is independently -C_{1-6} alkyl or -O-C_{1-6} alkyl,

(4) -C_{1-6} alkyl substituted with aryl, wherein the aryl is optionally substituted with from 1 to 5 substituents each of which is independently -C_{1-6} alkyl, -C_{1-6} alkylene-O-C_{1-6} alkyl, or halogen, or

(5) -C_{1-6} alkyl substituted with a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein the heteroaromatic ring is optionally substituted with from 1 to 4 substituents each of which is independently -C_{1-6} alkyl;

R^T is -C_{1-6} alkyl;

R^V and R^W are each independently -C_{1-6} alkyl or R^V and R^W together with the N atom to which they are both attached form a 4- to 6-membered saturated heterocyclic ring optionally containing a heteroatom in addition to the nitrogen attached to R^V and R^W selected from N, O, and S, where the S is optionally oxidized to S(O) or $S(O)_2$, and wherein the saturated heterocyclic ring is optionally substituted with 1 or 2 substituents each of which is independently a C_{1-6} alkyl group;

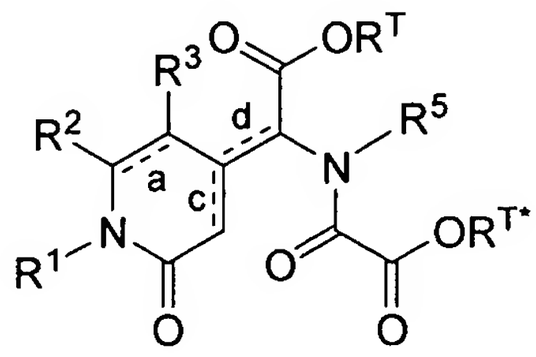
each aryl is independently phenyl, naphthyl, or indenyl;

each R^a is independently H or C_{1-6} alkyl; and

each R^b is independently H or C_{1-6} alkyl.

17. (original) The process according to claim 16, wherein the process further comprises:

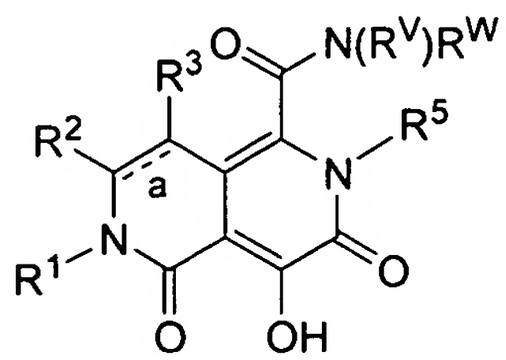
(A) treating a compound of Formula IX:



(IX)

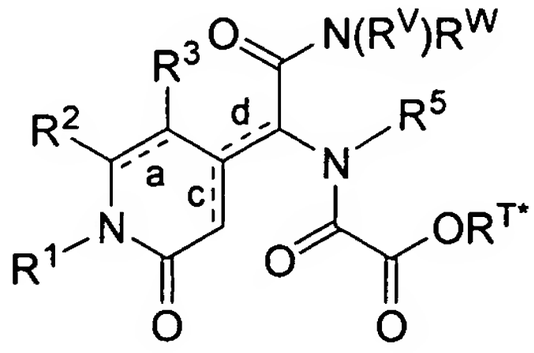
with (i) a tertiary amine base in the presence of a lithium salt or (ii) an alkoxide base, to obtain a compound of Formula V; wherein one of bonds "$\overset{c}{=\!=\!=}$" and "$\overset{d}{=\!=\!=}$" is a single bond and the other is a double bond; and R^{T*} is C_{1-6} alkyl.

18. (original) A process for preparing a compound of Formula IV:



(IV),

which comprises treating a compound of Formula X:



(X)

with (i) a tertiary amine base in the presence of a lithium salt or (ii) an alkoxide base, to obtain a compound of Formula IV, wherein:

bond " $\overset{a}{=\!=\!=}$ " in the ring is a single bond or a double bond;

R^1 is -C_{1-6} alkyl substituted with R^J, wherein R^J is:

(A) aryl or aryl fused to a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein the aryl or fused aryl is:

(a) optionally substituted with from 1 to 5 substituents each of which is independently:

(1) -C_{1-6} alkyl,

(2) -C_{1-6} alkyl substituted with -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, -NO_2, -$N(R^a)R^b$, or -$S(O)_nR^a$,

(3) -C_{1-6} haloalkyl,

(4) -O-C_{1-6} alkyl,

(5) halogen,

(6) $C(=O)N(R^a)R^b$, or

(7) -SO_2R^a, and

(b) optionally substituted with 1 or 2 substituents each of which is independently:

(1) phenyl,

(2) benzyl, or

(3) -HetB;

wherein each HetB is a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein the heteroaromatic ring is optionally substituted with from 1 to 4 substituents each of which is independently halogen, -C_{1-6} alkyl, -C_{1-6} haloalkyl, -O-C_{1-6} alkyl, or -O-C_{1-6} haloalkyl; or

(B) a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S; wherein the heteroaromatic ring is

(i) optionally substituted with from 1 to 4 substituents each of which is independently halogen, -C_{1-6} alkyl, -C_{1-6} haloalkyl, -O-C_{1-6} alkyl, or -O-C_{1-6} haloalkyl, and

(ii) optionally substituted with 1 or 2 substituents each of which is independently aryl or -C_{1-6} alkyl substituted with aryl;

R^2 and R^3 are each independently -H or -C_{1-6} alkyl;

R^5 is:

(1) -C_{1-6} alkyl,

(2) -C_{3-8} cycloalkyl optionally substituted with from 1 to 4 substituents each of which is independently -C_{1-6} alkyl or -O-C_{1-6} alkyl,

(3) -C_{1-6} alkyl substituted with C_{3-8} cycloalkyl, wherein the cycloalkyl is optionally substituted with from 1 to 4 substituents each of which is independently -C_{1-6} alkyl or -O-C_{1-6} alkyl,

(4) -C_{1-6} alkyl substituted with aryl, wherein the aryl is optionally substituted with from 1 to 5 substituents each of which is independently -C_{1-6} alkyl, -C_{1-6} alkylene-O-C_{1-6} alkyl, or halogen, or

(5) -C_{1-6} alkyl substituted with a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein the heteroaromatic ring is optionally substituted with from 1 to 4 substituents each of which is independently -C_{1-6} alkyl;

R^V and R^W are each independently -C_{1-6} alkyl or R^V and R^W together with the N atom to which they are both attached form a 4- to 6-membered saturated heterocyclic ring optionally containing a heteroatom in addition to the nitrogen attached to R^V and R^W selected from N, O,

and S, where the S is optionally oxidized to S(O) or $S(O)_2$, and wherein the saturated heterocyclic ring is optionally substituted with 1 or 2 substituents each of which is independently a C_{1-6} alkyl group;

each aryl is independently phenyl, naphthyl, or indenyl;

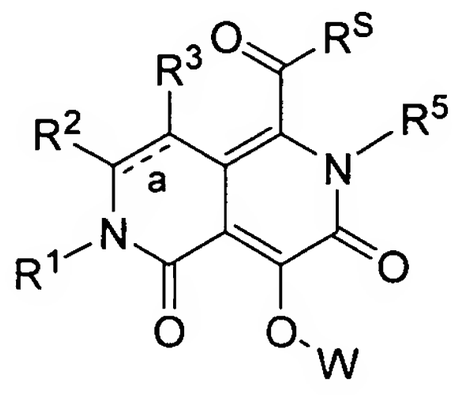
each R^a is independently H or C_{1-6} alkyl;

each R^b is independently H or C_{1-6} alkyl;

one of bonds "$\overset{c}{=\!=\!=}$" and "$\overset{d}{=\!=\!=}$" is a single bond and the other is a double bond; and

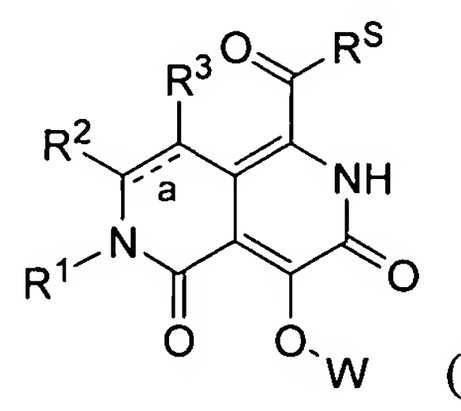
R^{T*} is C_{1-6} alkyl.

19. (original) A process for preparing a compound of Formula VII:



(VII)

which comprises reacting an alkylating agent of formula R^5-Z with a compound of Formula VIII:



(VIII)

in a polar aprotic solvent and in the presence of a base selected from a magnesium base and a calcium base; wherein:

bond "$\overset{a}{=\!=\!=}$" in the ring is a single bond or a double bond;

W is -H or -C_{1-6} alkyl;

Z is halogen or -SO_3-Q wherein Q is (i) C_{1-6} alkyl or (ii) phenyl optionally substituted with 1 or 2 substituents each of which is independently a C_{1-6} alkyl;

R^S is -O-C_{1-6} alkyl or $N(R^V)R^W$ wherein R^V and R^W are each independently -C_{1-6} alkyl or R^V and R^W together with the N atom to which they are both attached form a 4- to 6-membered saturated heterocyclic ring optionally containing a heteroatom in addition to the nitrogen attached to R^V and R^W selected from N, O, and S, where the S is optionally oxidized to S(O) or $S(O)_2$, and wherein the saturated heterocyclic ring is optionally substituted with 1 or 2 substituents each of which is independently a C_{1-6} alkyl group;

R^1 is -C_{1-6} alkyl substituted with R^J, wherein R^J is:

(A) aryl or aryl fused to a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein the aryl or fused aryl is:

(a) optionally substituted with from 1 to 5 substituents each of which is independently:

(1) -C_{1-6} alkyl optionally substituted with -OH, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, -CN, -NO_2, -$N(R^a)R^b$, -$C(=O)N(R^a)R^b$, -$C(=O)R^a$, -CO_2R^a, -$S(O)_nR^a$, -$SO_2N(R^a)R^b$, -$N(R^a)C(=O)R^b$, -$N(R^a)CO_2R^b$, -$N(R^a)SO_2R^b$, -$N(R^a)SO_2N(R^a)R^b$, -$OC(=O)N(R^a)R^b$, or -$N(R^a)C(=O)N(R^a)R^b$,

(2) -O-C_{1-6} alkyl,

(3) -C_{1-6} haloalkyl,

(4) -O-C_{1-6} haloalkyl,

(5) -OH,

(6) halogen,

(7) -CN,

(8) -NO_2,

(9) -$N(R^a)R^b$,

(10) -$C(=O)N(R^a)R^b$,

(11) -$C(=O)R^a$,

(12) -CO_2R^a,

(13) -SR^a,

(14) -$S(=O)R^a$,

(15) -SO_2R^a,

(16) -$SO_2N(R^a)R^b$,

(17) $-N(R^a)SO_2R^b$,

(18) $-N(R^a)SO_2N(R^a)R^b$,

(19) $-N(R^a)C(=O)R^b$,

(20) $-N(R^a)C(=O)-C(=O)N(R^a)R^b$, or

(21) $-N(R^a)CO_2R^b$, and

(b) optionally substituted with 1 or 2 substituents each of which is independently:

(1) phenyl,

(2) benzyl,

(3) -HetA,

(4) -C(=O)-HetA, or

(5) -HetB;

wherein each HetA is independently a C_{4-7} azacycloalkyl or a C_{3-6} diazacycloalkyl, either of which is optionally substituted with from 1 to 4 substituents each of which is independently oxo or C_{1-6} alkyl; and

wherein each HetB is a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein the heteroaromatic ring is optionally substituted with from 1 to 4 substituents each of which is independently halogen, $-C_{1-6}$ alkyl, $-C_{1-6}$ haloalkyl, $-O-C_{1-6}$ alkyl, $-O-C_{1-6}$ haloalkyl, or hydroxy; or

(B) a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S; wherein the heteroaromatic ring is

(i) optionally substituted with from 1 to 4 substituents each of which is independently halogen, $-C_{1-6}$ alkyl, $-C_{1-6}$ haloalkyl, $-O-C_{1-6}$ alkyl, $-O-C_{1-6}$ haloalkyl, or hydroxy, and

(ii) optionally substituted with 1 or 2 substituents each of which is independently aryl or $-C_{1-6}$ alkyl substituted with aryl;

R^2 and R^3 are each independently -H or $-C_{1-6}$ alkyl;

R^5 is:

(1) $-C_{1-6}$ alkyl,

(2) $-C_{3-8}$ cycloalkyl optionally substituted with from 1 to 4 substituents each of which is independently $-C_{1-6}$ alkyl or $-O-C_{1-6}$ alkyl,

(3) -C_{1-6} alkyl substituted with C_{3-8} cycloalkyl, wherein the cycloalkyl is optionally substituted with from 1 to 4 substituents each of which is independently -C_{1-6} alkyl or -O-C_{1-6} alkyl,

(4) -C_{1-6} alkyl substituted with aryl, wherein the aryl is optionally substituted with from 1 to 5 substituents each of which is independently -C_{1-6} alkyl, -C_{1-6} alkylene-O-C_{1-6} alkyl, or halogen, or

(5) -C_{1-6} alkyl substituted with a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein the heteroaromatic ring is optionally substituted with from 1 to 4 substituents each of which is independently -C_{1-6} alkyl;

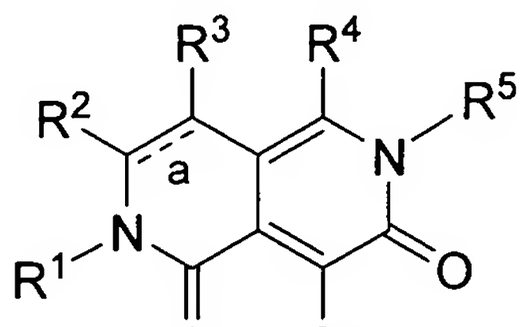
each aryl is independently phenyl, naphthyl, or indenyl;

each R^a is independently H or C_{1-6} alkyl;

each R^b is independently H or C_{1-6} alkyl; and

each n is independently an integer equal to zero, 1, or 2.

20. (new) A compound of Formula I, or a pharmaceutically acceptable salt thereof:



(I)

wherein:

bond " $\overset{a}{=\!=\!=}$ " in the ring is a single bond or a double bond;

R^1 is -C_{1-6} alkyl, R^J, or -C_{1-6} alkyl substituted with R^J, wherein R^J is:

(A) (i) aryl or (ii) aryl fused to a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S or (iii) aryl

substituted on two adjacent ring carbons with alkylenedioxy, wherein the aryl or fused aryl or alkylenedioxy aryl is:

(a) optionally substituted with from 1 to 5 substituents each of which is independently:

(1) -C_{1-6} alkyl optionally substituted with -OH, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, -CN, -NO_2, -$N(R^a)R^b$, -$C(=O)N(R^a)R^b$, -$C(=O)R^a$, -CO_2R^a, -$S(O)_nR^a$, -$SO_2N(R^a)R^b$, -$N(R^a)C(=O)R^b$, -$N(R^a)CO_2R^b$, -$N(R^a)SO_2R^b$, -$N(R^a)SO_2N(R^a)R^b$, -$OC(=O)N(R^a)R^b$, or -$N(R^a)C(=O)N(R^a)R^b$,

(2) -O-C_{1-6} alkyl,

(3) -C_{1-6} haloalkyl,

(4) -O-C_{1-6} haloalkyl,

(5) -OH,

(6) halogen,

(7) -CN,

(8) -NO_2,

(9) -$N(R^a)R^b$,

(10) -$C(=O)N(R^a)R^b$,

(11) -$C(=O)R^a$,

(12) -CO_2R^a,

(13) -SR^a,

(14) -$S(=O)R^a$,

(15) -SO_2R^a,

(16) -$SO_2N(R^a)R^b$,

(17) -$N(R^a)SO_2R^b$,

(18) -$N(R^a)SO_2N(R^a)R^b$,

(19) -$N(R^a)C(=O)R^b$,

(20) -$N(R^a)C(=O)$-$C(=O)N(R^a)R^b$,

(21) -$N(R^a)CO_2R^b$, or

(22) -$N(R^a)C(=O)N(R^a)R^b$, and

(b) optionally substituted with 1 or 2 substituents each of which is independently:

(1) C_{3-8} cycloalkyl which is optionally substituted with from 1 to 4 substituents each of which is independently halogen, CN, C_{1-6} alkyl, OH, O-C_{1-6} alkyl, C_{1-6} haloalkyl, O-C_{1-6} haloalkyl, C_{1-6} alkylene-CN, C_{1-6} alkylene-OH, or C_{1-6} alkylene-O-C_{1-6} alkyl,

(2) aryl or C_{1-6} alkyl substituted with aryl, wherein in either case the aryl is optionally substituted with from 1 to 5 substituents each of which is independently halogen, CN, NO_2, C_{1-6} alkyl, C_{1-6} haloalkyl, OH, O-C_{1-6} alkyl, O-C_{1-6} haloalkyl, $N(R^a)R^b$, $C(O)N(R^a)R^b$, $C(O)R^a$, $C(O)OR^a$, SR^a, $S(O)R^a$, $S(O)_2R^a$, $S(O)_2N(R^a)R^b$, $S(O)_2N(R^a)C(O)R^b$, C_{1-6} alkylene-CN, C_{1-6} alkylene-NO_2, C_{1-6} alkylene-OH, C_{1-6} alkylene-O-C_{1-6} alkyl, C_{1-6} alkylene-O-C_{1-6} haloalkyl, C_{1-6} alkylene-$N(R^a)R^b$, C_{1-6} alkylene-$C(O)N(R^a)R^b$, C_{1-6} alkylene-$C(O)R^a$, C_{1-6} alkylene-$C(O)OR^a$, C_{1-6} alkylene-SR^a, C_{1-6} alkylene-$S(O)R^a$, C_{1-6} alkylene-$S(O)_2R^a$, C_{1-6} alkylene-$S(O)_2N(R^a)R^b$, or C_{1-6} alkylene-$S(O)_2N(R^A)C(O)R^b$,

(3) -HetA,

(4) -C(=O)-HetA, or

(5) -HetB;

wherein each HetA is independently a C_{4-7} azacycloalkyl or a C_{3-6} diazacycloalkyl, either of which is optionally substituted with from 1 to 4 substituents each of which is independently halogen, CN, C_{1-6} alkyl, OH, oxo, O-C_{1-6} alkyl, C_{1-6} haloalkyl, $S(O)_2R^a$, C_{1-6} alkylene-CN, C_{1-6} alkylene-OH, or C_{1-6} alkylene-O-C_{1-6} alkyl; and

wherein each HetB is independently a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein the heteroaromatic ring is optionally substituted with from 1 to 4 substituents each of which is independently halogen, CN, NO_2, C_{1-6} alkyl, C_{1-6} haloalkyl, OH, O-C_{1-6} alkyl, O-C_{1-6} haloalkyl, $N(R^a)R^b$, $C(O)N(R^a)R^b$, $C(O)R^a$, $C(O)OR^a$, SR^a, $S(O)R^a$, $S(O)_2R^a$, $S(O)_2N(R^a)R^b$, $S(O)_2N(R^a)C(O)R^b$, C_{1-6} alkylene-CN, C_{1-6} alkylene-NO_2, C_{1-6} alkylene-OH, C_{1-6} alkylene-O-C_{1-6} alkyl, C_{1-6} alkylene-O-C_{1-6} haloalkyl, C_{1-6} alkylene-$N(R^a)R^b$, C_{1-6} alkylene-$C(O)N(R^a)R^b$, C_{1-6} alkylene-$C(O)R^a$, C_{1-6} alkylene-$C(O)OR^a$, C_{1-6} alkylene-SR^a, C_{1-6} alkylene-$S(O)R^a$, C_{1-6} alkylene-$S(O)_2R^a$, C_{1-6} alkylene-$S(O)_2N(R^a)R^b$, or C_{1-6} alkylene-$S(O)_2N(R^a)C(O)R^b$; or

(B) a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein the heteroaromatic ring is:

(a) optionally substituted with from 1 to 4 substituents each of which is independently:

(1) -C_{1-6} alkyl optionally substituted with -OH, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, -CN, -NO_2, -$N(R^a)R^b$, -$C(=O)N(R^a)R^b$, -$C(=O)R^a$, -CO_2R^a, -$S(O)_nR^a$, -$SO_2N(R^a)R^b$, -$N(R^a)C(=O)R^b$, -$N(R^a)CO_2R^b$, -$N(R^a)SO_2R^b$, -$N(R^a)SO_2N(R^a)R^b$, -$OC(=O)N(R^a)R^b$, or -$N(R^a)C(=O)N(R^a)R^b$,

(2) -O-C_{1-6} alkyl,

(3) -C_{1-6} haloalkyl,

(4) -O-C_{1-6} haloalkyl,

(5) -OH,

(6) halogen,

(7) -CN,

(8) -NO_2,

(9) -$N(R^a)R^b$,

(10) -$C(=O)N(R^a)R^b$,

(11) -$C(=O)R^a$,

(12) -CO_2R^a,

(13) -SR^a,

(14) -$S(=O)R^a$,

(15) -SO_2R^a,

(16) -$SO_2N(R^a)R^b$,

(17) -$N(R^a)SO_2R^b$,

(18) -$N(R^a)SO_2N(R^a)R^b$,

(19) -$N(R^a)C(=O)R^b$,

(20) -$N(R^a)C(=O)$-$C(=O)N(R^a)R^b$,

(21) -$N(R^a)CO_2R^b$, or

(22) -$N(R^a)C(=O)N(R^a)R^b$, and

(b) optionally substituted with 1 or 2 substituents each of which is independently:

(1) C_{3-8} cycloalkyl which is optionally substituted with from 1 to 4 substituents each of which is independently halogen, CN, C_{1-6} alkyl, OH, O-C_{1-6} alkyl, C_{1-6} haloalkyl, O-C_{1-6} haloalkyl, C_{1-6} alkylene-CN, C_{1-6} alkylene-OH, or C_{1-6} alkylene-O-C_{1-6} alkyl,

(2) aryl or C_{1-6} alkyl substituted with aryl, wherein in either case the aryl is optionally substituted with from 1 to 5 substituents each of which is independently halogen, CN, NO_2, C_{1-6} alkyl, C_{1-6} haloalkyl, OH, O-C_{1-6} alkyl, O-C_{1-6} haloalkyl, $N(R^a)R^b$, $C(O)N(R^a)R^b$, $C(O)R^a$, $C(O)OR^a$, SR^a, $S(O)R^a$, $S(O)_2R^a$, $S(O)_2N(R^a)R^b$, $S(O)_2N(R^a)C(O)R^b$, C_{1-6} alkylene-CN, C_{1-6} alkylene-NO_2, C_{1-6} alkylene-OH, C_{1-6} alkylene-O-C_{1-6} alkyl, C_{1-6} alkylene-O-C_{1-6} haloalkyl, C_{1-6} alkylene-$N(R^a)R^b$, C_{1-6} alkylene-$C(O)N(R^a)R^b$, C_{1-6} alkylene-$C(O)R^a$, C_{1-6} alkylene-$C(O)OR^a$, C_{1-6} alkylene-SR^a, C_{1-6} alkylene-$S(O)R^a$, C_{1-6} alkylene-$S(O)_2R^a$, C_{1-6} alkylene-$S(O)_2N(R^a)R^b$, or C_{1-6} alkylene-$S(O)_2N(R^A)C(O)R^b$;

(3) -HetA,

(4) -C(=O)-HetA, or

(5) -HetB;

wherein HetA and HetB are each independently as defined above;

R^2 is -H or -C_{1-6} alkyl;

R^3 independently has the same definition as R^4, with the proviso that at least one of R^3 and R^4 is -H or -C_{1-6} alkyl;

or, as an alternative, when bond " $\overset{a}{=\!=\!=}$ " is a double bond, R^2 and R^3 together with the carbon atoms to which each is attached form:

(i) a benzene ring which is optionally substituted with a total of from 1 to 4 substituents wherein (a) from zero to 4 substituents are each independently one of substituents (1) to (22) as defined in part (A)(a) of the definition of R^1 and (b) from zero to 2 substituents are each independently one of the substituents (1) to (5) as defined in part (A)(b) of the definition of R^1, or

(ii) a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein the heteroaromatic ring is optionally substituted with a total of from 1 to 3 substituents wherein (a) from zero to 3 substituents are each independently one of substituents (1) to (22) as defined in part (B)(a) of the definition of R^1 and (b) from zero to 2 substituents

are each independently one of the substituents (1) to (5) as defined in part (B)(b) of the definition of R^1;

R^4 is:

(1) -H,
(2) -C_{1-6} alkyl,
(3) -C_{1-6} haloalkyl,
(4) -C_{1-6} alkyl substituted with -OH, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, -CN, -$N(R^a)R^b$, -$C(=O)N(R^a)R^b$, -$C(=O)R^a$, -CO_2R^a, -$C(=O)$-$N(R^a)$-C_{1-6} alkylene-OR^b with the proviso that the -$N(R^a)$- moiety and the -OR^b moiety are not both attached to the same carbon of the -C_{1-6} alkylene- moiety, -$S(O)_nR^a$, -$SO_2N(R^a)R^b$, -$N(R^a)C(=O)$-R^b, -$N(R^a)CO_2R^b$, -$N(R^a)SO_2R^b$, -$N(R^a)SO_2N(R^a)R^b$, -$N(R^a)C(=O)N(R^a)R^b$, or -$OC(=O)N(R^a)R^b$,
(5) -$C(=O)R^a$,
(6) -CO_2R^a,
(7) -$C(=O)N(R^a)R^b$,
(8) -$C(=O)$-$N(R^a)$-C_{1-6} alkylene-OR^b with the proviso that the -$N(R^a)$- moiety and the -OR^b moiety are not both attached to the same carbon of the -C_{1-6} alkylene- moiety,
(9) -$N(R^a)$-$C(=O)$-R^b,
(10) -$N(R^a)$-$C(=O)$-$C(=O)N(R^a)R^b$,
(11) -$N(R^a)SO_2R^b$,
(12) -$N(R^a)SO_2N(R^a)R^b$,
(13) -$N(R^a)C(=O)N(R^a)R^b$,
(14) -$OC(=O)N(R^a)R^b$,
(15) -R^K,
(16) -$C(=O)$-R^K,
(17) -$C(=O)N(R^a)$-R^K,
(18) -$C(=O)N(R^a)$-C_{1-6} alkylene-R^K,
(19) -C_{1-6} alkyl substituted with -R^K,
(20) -C_{1-6} alkyl substituted with -$C(=O)$-R^K,
(21) -C_{1-6} alkyl substituted with -$C(=O)N(R^a)$-R^K,
(22) -C_{1-6} alkyl substituted with -$C(=O)N(R^a)$-C_{1-6} alkylene-R^K,
(23) -$C(=O)N(R^a)R^c$,
(24) -CN,
(25) halogen,

(26) $-N(R^a)R^b$, or

(27) $-N(R^a)CO_2R^b$;

wherein R^K is

(i) C_{3-8} cycloalkyl which is optionally substituted with from 1 to 4 substituents each of which is independently halogen, CN, C_{1-6} alkyl, OH, O-C_{1-6} alkyl, C_{1-6} haloalkyl, O-C_{1-6} haloalkyl, C_{1-6} alkylene-CN, C_{1-6} alkylene-OH, or C_{1-6} alkylene-O-C_{1-6} alkyl,

(ii) aryl, which is optionally substituted with from 1 to 5 substituents each of which is independently -C_{1-6} alkyl, -C_{1-6} alkylene-OH, -C_{1-6} alkylene-O-C_{1-6} alkyl, -C_{1-6} alkylene-O-C_{1-6} haloalkyl, -C_{1-6} alkylene-$N(R^a)R^b$, -C_{1-6} alkylene-$C(=O)N(R^a)R^b$, -C_{1-6} alkylene-$C(=O)R^a$, -C_{1-6} alkylene-CO_2R^a, -C_{1-6} alkylene-$S(O)_nR^a$, -O-C_{1-6} alkyl, -C_{1-6} haloalkyl, -O-C_{1-6} haloalkyl, -OH, halogen, $-N(R^a)R^b$, $-C(=O)N(R^a)R^b$, $-C(=O)R^a$, $-CO_2R^a$, $-S(O)_nR^a$, or $-SO_2N(R^a)R^b$,

(iii) HetK, which is a 4- to 7-membered saturated heterocyclic ring containing at least one carbon atom and from 1 to 4 heteroatoms independently selected from N, O and S, wherein the heterocyclic ring is:

(a) optionally substituted with from 1 to 6 substituents each of which is independently halogen, -C_{1-6} alkyl, -C_{1-6} haloalkyl, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, oxo, $-C(=O)N(R^a)R^b$, $-C(=O)C(=O)N(R^a)R^b$, $-C(=O)R^a$, $-CO_2R^a$, $-S(O)_nR^a$, or $-SO_2N(R^a)R^b$; and

(b) optionally substituted with:

(1) C_{3-8} cycloalkyl which is optionally substituted with from 1 to 4 substituents each of which is independently halogen, CN, C_{1-6} alkyl, OH, O-C_{1-6} alkyl, C_{1-6} haloalkyl, O-C_{1-6} haloalkyl, C_{1-6} alkylene-CN, C_{1-6} alkylene-OH, or C_{1-6} alkylene-O-C_{1-6} alkyl,

(2) aryl which is optionally substituted with from 1 to 5 substituents each of which is independently halogen, CN, NO_2, C_{1-6} alkyl, C_{1-6} haloalkyl, OH, O-C_{1-6} alkyl, O-C_{1-6} haloalkyl, $N(R^a)R^b$, $C(O)N(R^a)R^b$, $C(O)R^a$, $C(O)OR^a$, SR^a, $S(O)R^a$, $S(O)_2R^a$, $S(O)_2N(R^a)R^b$, $S(O)_2N(R^a)C(O)R^b$, C_{1-6} alkylene-CN, C_{1-6} alkylene-NO_2, C_{1-6} alkylene-OH, C_{1-6} alkylene-O-C_{1-6}

alkyl, C_{1-6} alkylene-O-C_{1-6} haloalkyl, C_{1-6} alkylene-N(R^a)R^b, C_{1-6} alkylene-C(O)N(R^a)R^b, C_{1-6} alkylene-C(O)R^a, C_{1-6} alkylene-C(O)OR^a, C_{1-6} alkylene-SR^a, C_{1-6} alkylene-S(O)R^a, C_{1-6} alkylene-S(O)$_2R^a$, C_{1-6} alkylene-S(O)$_2$N(R^a)R^b, or C_{1-6} alkylene-S(O)$_2$N(R^A)C(O)R^b, or

(3) HetC,

wherein HetC is a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein the heteroaromatic ring is optionally fused with a benzene ring, and the optionally fused heteroaromatic ring is optionally substituted with from 1 to 4 substituents each of which is independently halogen, CN, NO_2, C_{1-6} alkyl, C_{1-6} haloalkyl, OH, O-C_{1-6} alkyl, O-C_{1-6} haloalkyl, N(R^a)R^b, C(O)N(R^a)R^b, C(O)R^a, C(O)OR^a, SR^a, S(O)R^a, S(O)$_2R^a$, S(O)$_2$N(R^a)R^b, S(O)$_2$N(R^a)C(O)R^b, C_{1-6} alkylene-CN, C_{1-6} alkylene-NO_2, C_{1-6} alkylene-OH, C_{1-6} alkylene-O-C_{1-6} alkyl, C_{1-6} alkylene-O-C_{1-6} haloalkyl, C_{1-6} alkylene-N(R^a)R^b, C_{1-6} alkylene-C(O)N(R^a)R^b, C_{1-6} alkylene-C(O)R^a, C_{1-6} alkylene-C(O)OR^a, C_{1-6} alkylene-SR^a, C_{1-6} alkylene-S(O)R^a, C_{1-6} alkylene-S(O)$_2R^a$, C_{1-6} alkylene-S(O)$_2$N(R^a)R^b, or C_{1-6} alkylene-S(O)$_2$N(R^a)C(O)R^b, or

(iv) -HetL, which is a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein the heteroaromatic ring is optionally substituted with from 1 to 4 substituents each of which is independently halogen, CN, NO_2, C_{1-6} alkyl, C_{1-6} haloalkyl, OH, O-C_{1-6} alkyl, O-C_{1-6} haloalkyl, N(R^a)R^b, C(O)N(R^a)R^b, C(O)R^a, C(O)OR^a, SR^a, S(O)R^a, S(O)$_2R^a$, S(O)$_2$N(R^a)R^b, S(O)$_2$N(R^a)C(O)R^b, C_{1-6} alkylene-CN, C_{1-6} alkylene-NO_2, C_{1-6} alkylene-OH, C_{1-6} alkylene-O-C_{1-6} alkyl, C_{1-6} alkylene-O-C_{1-6} haloalkyl, C_{1-6} alkylene-N(R^a)R^b, C_{1-6} alkylene-C(O)N(R^a)R^b, C_{1-6} alkylene-C(O)R^a, C_{1-6} alkylene-C(O)OR^a, C_{1-6} alkylene-SR^a, C_{1-6} alkylene-S(O)R^a, C_{1-6} alkylene-S(O)$_2R^a$, C_{1-6} alkylene-S(O)$_2$N(R^a)R^b, or C_{1-6} alkylene-S(O)$_2$N(R^a)C(O)R^b;

R^5 is:

(1) -H,

(2) -C_{1-6} alkyl,

(3) -C_{3-8} cycloalkyl optionally substituted with from 1 to 4 substituents each of which is independently halogen, CN, C_{1-6} alkyl, OH, O-C_{1-6} alkyl, C_{1-6} haloalkyl, O-C_{1-6} haloalkyl, C_{1-6} alkylene-CN, C_{1-6} alkylene-OH, or C_{1-6} alkylene-O-C_{1-6} alkyl,

(4) -C_{1-6} alkyl substituted with C_{3-8} cycloalkyl, wherein the cycloalkyl is optionally substituted with from 1 to 4 substituents each of which is independently halogen, CN, C_{1-6} alkyl, OH, O-C_{1-6} alkyl, C_{1-6} haloalkyl, O-C_{1-6} haloalkyl, C_{1-6} alkylene-CN, C_{1-6} alkylene-OH, or C_{1-6} alkylene-O-C_{1-6} alkyl,

(5) -C_{1-6} alkyl substituted with aryl, wherein the aryl is optionally substituted with from 1 to 5 substituents each of which is independently halogen, CN, NO_2, C_{1-6} alkyl, C_{1-6} haloalkyl, OH, O-C_{1-6} alkyl, O-C_{1-6} haloalkyl, $N(R^a)R^b$, $C(O)N(R^a)R^b$, $C(O)R^a$, $C(O)OR^a$, SR^a, $S(O)R^a$, $S(O)_2R^a$, $S(O)_2N(R^a)R^b$, $S(O)_2N(R^a)C(O)R^b$, C_{1-6} alkylene-CN, C_{1-6} alkylene-NO_2, C_{1-6} alkylene-OH, C_{1-6} alkylene-O-C_{1-6} alkyl, C_{1-6} alkylene-O-C_{1-6} haloalkyl, C_{1-6} alkylene-$N(R^a)R^b$, C_{1-6} alkylene-$C(O)N(R^a)R^b$, C_{1-6} alkylene-$C(O)R^a$, C_{1-6} alkylene-$C(O)OR^a$, C_{1-6} alkylene-SR^a, C_{1-6} alkylene-$S(O)R^a$, C_{1-6} alkylene-$S(O)_2R^a$, C_{1-6} alkylene-$S(O)_2N(R^a)R^b$, or C_{1-6} alkylene-$S(O)_2N(R^A)C(O)R^b$,

(6) -C_{1-6} alkyl substituted with HetD, wherein HetD is:

(i) a 4- to 7-membered saturated heterocyclic ring containing at least one carbon atom and from 1 to 4 heteroatoms independently selected from N, O and S, wherein the heterocyclic ring is optionally substituted with from 1 to 5 substituents each of which is independently halogen, -C_{1-6} alkyl, -C_{1-6} haloalkyl, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, oxo, $-C(=O)N(R^a)R^b$, $-C(=O)C(=O)N(R^a)R^b$, $-C(=O)R^a$, $-CO_2R^a$, $-S(O)_nR^a$, or $-SO_2N(R^a)R^b$; or

(ii) a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein the heteroaromatic ring is optionally substituted with from 1 to 4 substituents each of which is independently -C_{1-6} alkyl, -C_{1-6} haloalkyl, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, or hydroxy,

(7) aryl, which is optionally substituted with from 1 to 5 substituents each of which is independently -C_{1-6} alkyl, -C_{1-6} alkylene-OH, -C_{1-6} alkylene-O-C_{1-6} alkyl,

-C_{1-6} alkylene-O-C_{1-6} haloalkyl, -C_{1-6} alkylene-N(R^a)R^b, -C_{1-6} alkylene-C(=O)N(R^a)R^b, -C_{1-6} alkylene-C(=O)R^a, -C_{1-6} alkylene-CO_2R^a, -C_{1-6} alkylene-S(O)$_n$$R^a$, -O-$C_{1-6}$ alkyl, -C_{1-6} haloalkyl, -O-C_{1-6} haloalkyl, -OH, halogen, -CN, -NO_2, -N(R^a)R^b, -N(R^a)C(=O)R^b, -N(R^a)C(=O)-C_{1-6} haloalkyl, -N(R^a)C(=O)N(R^a)R^b, -N(R^a)CO_2R^b, -N(R^a)S(O)$_n$$R^b$, -C(=O)N($R^d$)$R^e$, -C(=O)$R^a$, -$CO_2R^a$, -S(O)$_n$$R^a$, or -$SO_2$N($R^d$)$R^e$,

(8) a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein the heteroaromatic ring is optionally substituted with from 1 to 4 substituents each of which is independently halogen, CN, NO_2, C_{1-6} alkyl, C_{1-6} haloalkyl, OH, O-C_{1-6} alkyl, O-C_{1-6} haloalkyl, N(R^a)R^b, C(O)N(R^a)R^b, C(O)R^a, C(O)OR^a, SR^a, S(O)R^a, S(O)$_2$$R^a$, S(O)$_2$N($R^a$)$R^b$, S(O)$_2$N($R^a$)C(O)$R^b$, C_{1-6} alkylene-CN, C_{1-6} alkylene-NO_2, C_{1-6} alkylene-OH, C_{1-6} alkylene-O-C_{1-6} alkyl, C_{1-6} alkylene-O-C_{1-6} haloalkyl, C_{1-6} alkylene-N(R^a)R^b, C_{1-6} alkylene-C(O)N(R^a)R^b, C_{1-6} alkylene-C(O)R^a, C_{1-6} alkylene-C(O)OR^a, C_{1-6} alkylene-SR^a, C_{1-6} alkylene-S(O)R^a, C_{1-6} alkylene-S(O)$_2$$R^a$, C_{1-6} alkylene-S(O)$_2$N(R^a)R^b, or C_{1-6} alkylene-S(O)$_2$N(R^a)C(O)R^b,

(9) C_{1-6} alkyl substituted with -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, -CN, -N(R^a)R^b, -C(=O)N(R^a)R^b, -C(=O)R^a, -CO_2R^a, -S(O)$_n$$R^a$, -$SO_2$N($R^a$)$R^b$, -N($R^a$)C(=O)-$R^b$, -N($R^a$)$CO_2R^b$, or -N($R^a$)$SO_2R^b$, or

(10) -C_{1-6} haloalkyl;

each aryl is independently (i) phenyl, (ii) a 9- or 10-membered bicyclic, fused carbocylic ring system in which at least one ring is aromatic, or (iii) an 11- to 14-membered tricyclic, fused carbocyclic ring system in which at least one ring is aromatic;

each R^a is independently H or C_{1-6} alkyl;

each R^b is independently H or C_{1-6} alkyl;

R^c is C_{1-6} haloalkyl or C_{1-6} alkyl substituted with -C(=O)N(R^a)R^b, -C(=O)R^a, -CO_2R^a, -S(O)$_n$$R^a$, -$SO_2$N($R^a$)$R^b$, N($R^a$)$R^b$, -N($R^a$)C(=O)-$R^b$, -N($R^a$)$CO_2R^b$, or -N($R^a$)$SO_2R^b$;

each R^d and R^e are independently H or C_{1-6} alkyl, or together with the N atom to which they are attached form a 4- to 7-membered saturated or mono-unsaturated heterocyclic ring optionally containing a heteroatom in addition to the nitrogen attached to R^d and R^e selected from N, O,

and S, wherein the S is optionally oxidized to S(O) or $S(O)_2$, and wherein the saturated or mono-unsaturated heterocyclic ring is optionally substituted with from 1 to 4 substituents each of which is independently halogen, -CN, -C_{1-6} alkyl, -OH, oxo, -O-C_{1-6} alkyl, -C_{1-6} haloalkyl, -$C(=O)R^a$, -CO_2R^a, -$S(O)_nR^a$, -$SO_2N(R^a)R^b$, -$N(R^a)C(=O)$-R^b, -$N(R^a)CO_2R^b$, or -$N(R^a)SO_2R^b$; and

each n is independently an integer equal to zero, 1, or 2.